

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:) Chapter 11
)
FORESIGHT ENERGY LP, *et al.*,) Case No. 20-41308-659
)
Debtors.) Jointly Administered
)
) Related Docket No.: 63

**ORDER PURSUANT TO SECTIONS 105(a) AND 365 OF THE BANKRUPTCY CODE
AND BANKRUPTCY RULE 6004 AUTHORIZING THE REJECTION OF CERTAIN
EXECUTORY CONTRACTS EFFECTIVE AS OF THE PETITION DATE**

Upon the motion (the “Motion”)¹ of Foresight Energy LP and its affiliated debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) requesting entry of an order (this “Order”), pursuant to sections 105(a) and 365 of the Bankruptcy Code and Bankruptcy Rule 6004, authorizing the Debtors to reject the executory contracts identified on **Exhibit A** attached hereto; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and Rule 81-9.01(B)(1) of the Local Rules of the United States District Court for the Eastern District of Missouri; and it appearing that venue of the Debtors’ chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Motion; and upon consideration of the First Day Declarations; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors

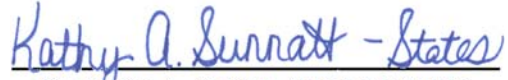
¹ All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

and all other parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.
2. The Agreements identified on **Exhibit A** attached hereto are hereby rejected, effective as of the Petition Date.
3. Counterparties to Agreements that are rejected pursuant to this Order must file a proof of claim relating to the rejection of such Agreements, if any, by the later of (a) any applicable claims bar date established in these chapter 11 cases, or (b) 30 days after entry of this Order.
4. The Debtors reserve their rights to assume, assign, or reject other executory contracts or unexpired leases, and nothing herein shall be deemed to affect such rights.
5. If the Debtors have deposited monies with a counterparty to an Agreement as a security deposit or other arrangement, such counterparty may not set off or recoup or otherwise use such deposit without the prior approval of the Court.
6. Notice of the Motion as provided therein is hereby deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Bankruptcy Rules are satisfied by such notice.
7. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective upon its entry.
8. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied because the relief sought by the Motion is necessary to avoid immediate and irreparable harm.

9. No later than two (2) business days after entry of this Order, the Debtors shall serve a copy of this Order on the Notice Parties and shall file a certificate of service no later than twenty-four (24) hours after service.


KATHY A. SURRATT-STATES
Chief U.S. Bankruptcy Judge

DATED: April 10, 2020
St. Louis, Missouri
jjh

Order Prepared By:

Richard W. Engel, Jr., MO 34641
John G. Willard, MO 67049
Kathryn R. Redmond, MO 72087
ARMSTRONG TEASDALE LLP
7700 Forsyth Boulevard, Suite 1800
St. Louis, Missouri 63105
Telephone: (314) 621-5070
Facsimile: (314) 621-2239
Email: rengel@atllp.com
jwillard@atllp.com
krredmond@atllp.com

Paul M. Basta (admitted *pro hac vice*)
Alice Belisle Eaton (admitted *pro hac vice*)
Alexander Woolverton (admitted *pro hac vice*)
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
1285 Avenue of the Americas
New York, New York 10019
Tel: (212) 373-3000
Fax: (212) 757-3990
Email: pbasta@paulweiss.com
aeaton@paulweiss.com
awoolverton@paulweiss.com

Counsel to the Debtors and Debtors in Possession

Exhibit A

The Agreements

The Agreements

<u>Counterparty</u>	<u>Counterparty Address</u>	<u>Debtor Counterparty</u>	<u>Contract Description</u>	<u>Notes / Additional Related Agreements</u>
Raven Energy LLC of Louisiana	3801 PGA Boulevard, Suite 903, Palm Beach Gardens, Florida 33410	Foresight Energy LLC Oeneus LLC d/b/a Savatran LLC	Materials Handling and Storage Agreement – Dated January 1, 2012	First Amended and Restated Materials Handling and Storage Agreement – Dated May 1, 2015 Amendment to First Amended and Restated Materials Handling and Storage Agreement – Dated September 26, 2016 Second Amendment to First Amended and Restated Materials Handling and Storage Agreement – Dated August 31, 2017
United Bulk Terminals Davant, LLC	4400 Harding Pike Nashville, TN 37205	Savatran, LLC	Bulk Cargo Transfer and Storage Agreement – Dated November 15, 2013	
Ingram United Barge LLC (f/k/a United Bulk Terminals Davant, LLC)	4400 Harding Pike Nashville, TN 37205	Savatran, LLC	Transportation Agreement – Dated November 15, 2013	